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November 29, 2019

Honorable Paul A. Engelmayer  
United States District Judge  
U.S. District Court, Southern District of New York  
40 Foley Square, Room 2201  
New York, New York 10007

Re: *The IMC Group of Companies LTD. v. Timbers Resort Management, LLC*  
Case No. 1:19-cv-05639-PAE

Dear Judge Engelmayer:

Pursuant to Your Honor's Endorsement dated November 21, 2019, undersigned counsel, on behalf of Defendant Timbers Resort Management, LLC ("Timbers") hereby submits this letter addressing why the Court should not authorize limited, and expedited, discovery on the issue of subject-matter jurisdiction.

Defendant Timbers Resort Management, LLC, is a Colorado limited liability company. Timbers Holdings, LLC, a Delaware limited liability company, is a member of Defendant Timbers Resort Management, LLC. Timbers Grand Avenue Partners, LLC, a Delaware limited liability company, is a member of Timbers Holdings, LLC. Oaktree Real Estate Opportunities Fund VI, L.P. is a member of Timbers Grand Avenue Partners, LLC. Oaktree Real Estate Opportunities Fund VI GP, L.P. is a general partner of Oaktree Real Estate Opportunities Fund VI, L.P. Oaktree Fund GP II, L.P. is a limited partner of Oaktree Real Estate Opportunities Fund VI GP, L.P. Todd Liker, a New York resident, is a limited partner of Oaktree Fund GP II, L.P.

We have provided Plaintiff with substantial documentation establishing that diversity jurisdiction does not exist in this Court, including a declaration of the CEO of Timbers Resort Management, LLC, a declaration of the General Counsel of the real estate group of Oaktree Capital Management, L.P. and a declaration of New York resident Todd Liker. Defendant Timbers does not challenge jurisdiction in New York state court, and have so advised Plaintiff's counsel. However, because an ultimate owner of Defendant Timbers, through a series of partnerships and limited liability companies, is a citizen of New York, diversity jurisdiction simply does not exist.



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In response to Plaintiff's Amended Complaint and in accordance with Your Honor's November 4, 2019 Order, Defendant Timbers anticipates filing a new motion to dismiss as to the Amended Complaint no later than December 13, 2019. In the motion, we will submit additional evidence further confirming the lack of diversity jurisdiction.

Moreover, we will continue our efforts to directly resolve this issue with Plaintiff's counsel informally, so no discovery, limited or otherwise, is necessary. Discovery would only unnecessarily escalate costs in what is a relatively small and factually meritless case. Defendant will voluntarily provide relevant documentation on the diversity issue.

For the foregoing reasons, Timbers and undersigned counsel respectfully requests Your Honor not authorize limited discovery as it is simply unnecessary.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'R.D. Mitchell', with a large, stylized initial 'M'.

Robert D. Mitchell

CC: Richard J.J. Scarola, Esq. (via e-mail)  
Counsel for Plaintiff  
Daniel Graber, Esq. (via e-mail)  
Local Counsel for Defendant